

HAYNES AND BOONE, LLP
1221 Avenue of the Americas, 26th Floor
New York, New York 10020
Telephone: (212) 918-8983
Facsimile: (212) 884-8221
Matthew E. Russell (NY Bar #4475935)
Jonathan Hook (NY Bar #4187449)

-and-

One Houston Center
1221 McKinney, Suite 2100
Houston, Texas 77010
Telephone: (713) 547-2000
Facsimile: (713) 547-2600
Charles A. Beckham, Jr.
Brooks Hamilton

Attorneys for Parties Listed on Exhibit "A"

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|-------------------------|
| -----X | : | |
| In re: | : | Chapter 11 |
| | : | |
| GENERAL MOTORS CORPORATION, <i>et al.</i> , | : | Case No. 09-50026 (REG) |
| | : | |
| Debtors. | : | (Jointly Administered) |
| -----X | | |

**VERIFIED STATEMENT OF HAYNES AND BOONE, LLP PURSUANT TO
FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

Haynes and Boone, LLP submits the following Verified Statement Pursuant to
Federal Rule of Bankruptcy Procedure 2019 (the "Verified Statement"):

1. Haynes and Boone, LLP ("Haynes and Boone") represents each of
the creditors listed on **Exhibit A** attached hereto (the "Clients") in the above-styled, jointly
administered bankruptcy cases (the "Bankruptcy Cases").

2. Haynes and Boone does not own, nor has it ever owned (i) any
equity securities of the Debtors, or (ii) an interest in a claim against the Debtors.

3. Haynes and Boone was retained by each of the Clients either prior to the filing of the Bankruptcy Cases or at the onset of the Bankruptcy Cases. No conflict of interest currently exists in such representations and each Client has consented to Haynes and Boone's role as counsel for each of the other Clients.

4. Haynes and Boone has fully advised each of its clients with respect to these concurrent representations. Each of the clients has agreed to such representations and has requested that Haynes and Boone represent them in these Bankruptcy Cases.

5. The nature and amount of the claims of each of the Clients is delineated in the chart attached hereto as **Exhibit A**.

6. Haynes and Boone reserves the right to supplement this Verified Statement as necessary.

Dated: June 22, 2009
New York, New York

HAYNES AND BOONE LLP

By: /s/ Matthew E. Russell
Matthew E. Russell (NY Bar #4475935)
Jonathan Hook (NY Bar #4187449)
1221 Avenue of the Americas, 26th Floor
New York NY 10020-1007
Telephone No.: (212) 918-8939
Facsimile No.: (212) 884-8221

- and -

Charles A. Beckham, Jr.
Brooks Hamilton
One Houston Center
1221 McKinney, Suite 2100
Houston, Texas 77010
Telephone: (713) 547-2000
Facsimile: (713) 547-2600

Attorneys for the Parties Listed on Exhibit "A"

CERTIFICATE OF SERVICE

I certify that a true copy of the foregoing *Verified Statement of Haynes and Boone, LLP Pursuant to Federal Rule of Bankruptcy Procedure 2019* was served on the attached service list, with a hard-copy to chambers via hand courier, on June 22, 2009.

/s/ Matthew E. Russell
Matthew E. Russell

SERVICE LIST

1. General Motors Corporation
Cadillac Building
30009 Van Dyke Avenue
Warren, Michigan 48090-9025
Attn: Warren Command Center, Mailcode 480-206-114
2. Weil, Gotshal & Manges LLP,
Attorneys for Debtors
767 Fifth Avenue
New York, NY 10153
Attn: Harvey R. Miller, Esq., Stephen Karotkin, Esq., Joseph H. Smolinsky, Esq.
3. The U.S. Treasury
1500 Pennsylvania Avenue NW
Room 2312
Washington, D.C. 20220
Attn: Matthew Feldman, Esq.
4. Cadwalader, Wickersham & Taft LLP,
Attorneys for the Purchaser
One World Financial Center
New York, NY 10281
Attn: John J. Rapisardi, Esq.
5. Kramer Levin Naftalis & Frankel LLP
Counsel for the Unsecured Creditors' Committee
1177 Avenue of the Americas
New York, NY 10036
Attn: Gordon Z. Novod
6. Vedder Price, P.C.
Attorneys for Export Development Canada
1633 Broadway, 47th Floor
New York, NY 10019
Attn: Michael J. Edelman, Esq. and Michael L. Schein, Esq.
7. The Office of the United States Trustee for the Southern District of New York
33 Whitehall Street, 21st Floor
New York, NY 10004
Attn: Diana G. Adams, Esq.